MEMORANDUM OF AGREEMENT (MOA) IN CASE OF CONSORTIUM PROPOSAL

(to be executed on appropriate value of Non-Judicial Stamp Paper of Rs 500 as per the Stamp Act Prevailing in the State of Karnataka) DULY ATTESTED BY NOTARY PUBLIC)

This Memorandum of Understanding (MoU) entered into this day of 2025 at

Among _____ *(hereinafter referred as"") and having office at India Party of the First Part*

And

_____ *(hereinafter referred as" ---------- ") and having office at India Party of the Second Part*

The parties are individually referred to as Party and collectively as Parties.

WHEREAS *the Authority has invited Proposals from interested Firms / Consortiums for Appointment of Private operator for development of the [Service] through a Concession agreement* ***AND WHEREAS*** *the Parties have had discussions for formation of a Consortium for bidding for the said Service and have reached an understanding on the following points with respect to the Parties" rights and obligations towards each other and their working relationship.*

IT IS HEREBY AS MUTUAL UNDERSTANDING OF THE PARTIES AGREED AND DECLARED AS FOLLOWS:

1. *That M/s _____who is the Lead Members of the Consortium commits to hold a minimum equity stake equal to [as per the provisions of the Bid document] of the aggregate shareholding of the Consortium at all times during the Concession Period. /or That the Parties will form a Special Purpose Vehicle (SPV) with the shareholding commitments expressly stated. The Said SPV shall not undertake any other business during the Concession Period.*

2. *That any dilution in the equity holding by the Parties in the consortium shall be as per the provisions of the Concession Agreement. /or That the equity shareholding of the Parties in the issued and paid up capital of the SPV shall not be less than as specified under the Bid documents.*

3. *That the shareholding commitments shall be recorded in the Concession Agreement and no changes shall be allowed thereof, except in accordance with the provisions of the Concession Agreement and the Request for Proposal.*

4. *That the Parties shall carry out all responsibilities as Private Service Provider in terms of the Concession Agreement.*

5. *That the roles and the responsibilities of each Party at each stage of the Bidding shall be as follows:*

Name of Consortium member	**Role (Lead Member or Member)**	**Responsibilities**

6. *That the minimum equity holding of each Party (in percentage term) shall be as follows:*

Name of Consortium member	**Role (Lead Member or Member)**	**Responsibilities**

7. *That the Parties affirm that they shall implement the Service in good faith and shall take all necessary steps to see the Service through expeditiously. They shall not negotiate with any other party for this Service.*

8. *That the parties shall be jointly and severally liable for execution of the Service.*

9. *That this MoU shall be governed in accordance with the laws of India and courts in [Service State], India shall have exclusive jurisdiction to adjudicate disputes arising from the terms herein.*

In witness whereof the Parties affirm that the information provided is accurate and true and have caused this MoU to be duly executed on the date and year above mentioned.

Name, Designation and Signature of

Authorised signatory of Party of the first part:

Authorised signatory of Party of the second part:

Authorised signatory of Party of the third part:

Witness 1

Witness 2